

EXHIBIT N

Lyle S. Hosoda & Associates
 345 Queen Street, Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

October 9, 2003

Invoice #11287

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>LHO</u>			
9/3/03	Place telephone calls to D. Cappazola; Place telephone calls to L. Smith; Review pleadings at L. Smith's office; Prepare and file motion to transfer, dismiss or stay lawsuit	1.00 200.00/hr	200.00
9/4/03	Place telephone call to L. Smith; Place telephone call to D. Cappazola; Place telephone call to M. Dillon; Review pleadings	0.40 200.00/hr	80.00
9/8/03	Place telephone call to D. Cappazola; Place telephone call to L. Smith re: Status	0.20 200.00/hr	40.00
9/12/03	Review documents and email from L. Smith re: Retention by B. Christiansen; Place telephone call to D. Cappazola; Draft letter to D. Cappazola	0.30 200.00/hr	60.00

G. Craig Birchette, Esq.

Page 2

	<u>Hrs/Rate</u>	<u>Amount</u>
9/18/03 Review discovery requests; Draft letter to M. Dillon re: Request for documents; Draft letter to D. Capazolla re: Status; Review letter from T. Hogan and respond re: Rule 26(F) conference; Prepare Motion to Dismiss/transfer from B. Christiansen	0.80 200.00/hr	160.00
9/19/03 Review COS' Motion to Set Aside default; Prepare for and file Motion to Dismiss or Transfer on behalf of B. Christiansen; Place telephone call to L. Smith re: Strategy and coordination of defense; Review documents and correspondence re: Rule 26(f) conference	1.40 200.00/hr	280.00
9/20/03 Review correspondence and schedule order/court minutes; Correspondence re: 26(f) scheduling conference	0.20 200.00/hr	40.00
9/22/03 Review Hawaiian Express service Answer to First Amended Complaint; Review Berry's Motion to Transfer	0.30 200.00/hr	60.00
Followup on status; Review documents; Place telephone call to L. Smith re: Motion and meeting with clients	0.20 200.00/hr	40.00
9/24/03 Place telephone call to L. Smith; Place telephone call to D. Cappazola; Review correspondence; Review pleadings	0.20 200.00/hr	40.00
9/25/03 Rule 26(f) scheduling/status conference all counsel	0.80 200.00/hr	160.00
9/29/03 Correspondence to L. Smith re: Position statement; Review discovery requests	0.40 200.00/hr	80.00

G. Craig Birchette, Esq.

Page 3

	<u>Hrs/Rate</u>	<u>Amount</u>
9/30/03 Review discovery requests and opposition to Motion to Set Aside Default; Review report of parties re: Scheduling conference; Followup re: Discovery; Review correspondence	0.60 200.00/hr	120.00
 SUBTOTAL:	 [6.80	 1,360.00]
 <u>SMT</u>		
9/3/03 Draft Motion to Transfer, Stay of Dismiss	4.00 125.00/hr	500.00
 SUBTOTAL:	 [4.00	 500.00]
 For professional services rendered	 10.80	 \$1,860.00
 Additional charges:		
 <u>LHO</u>		
9/3/03 Postage		0.83
Xerox		19.20
Fax		39.00
9/4/03 Postage		2.86
Xerox		3.40
9/18/03 Postage		14.48
Xerox		25.40
Fax		44.00

G. Craig Birchette, Esq.

Page 4

	<u>Amount</u>
9/19/03 Postage	4.15
Xerox	0.20
Fax	48.00
9/24/03 Postage	0.83
Xerox	2.60
 SUBTOTAL:	 [204.95]
 Total costs	 \$204.95
Service tax	\$77.49
 Total amount of this bill	 \$2,142.44
 Balance due	 \$2,142.44

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

November 6, 2003

Invoice #11318

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>LHO</u>			
10/2/03	Review Affidavit; Review discovery requests; Place telephone call to T. Hogan re: Deposition scheduling	0.60 200.00/hr	120.00
10/3/03	Place telephone call to L. Smith; Draft letter to T. Hogan re: Deposition setting; Place telephone call to T. Hogan	0.40 200.00/hr	80.00
10/6/03	Place telephone call to L. Smith; Place telephone call to T. Hogan re: Status/deposition of T. Noa	0.40 200.00/hr	80.00
10/7/03	Place telephone call to T. Hogan re: Discovery; Review report of parties rule 26(f); Review correspondence and documents; Place telephone call to L. Smith re: Deposition of T. Noa	0.90 200.00/hr	180.00

G. Craig Birchette, Esq.

Page 2

	<u>Hrs/Rate</u>	<u>Amount</u>
10/8/03 Place telephone call to T. Hogan re: Teresa Noa deposition; Review correspondence	0.30 200.00/hr	60.00
10/9/03 Review correspondence from T. Hogan re: T. Noa deposition; Place telephone call to L. Smith re: Status; Draft disclosures	0.40 200.00/hr	80.00
10/10/03 Review and finalize disclosures; Place telephone call to L. Smith; Review correspondence; Review SCS of Hawaiian Express; Review Fleming disclosures	0.80 200.00/hr	160.00
10/13/03 Place telephone call to L. Smith re: SCS; Review and finalize scheduling conference statement; Review Fleming SCS	0.80 200.00/hr	160.00
10/14/03 Review Foodland's Scheduling Conference Statement and disclaimer statement and Wayne Berry's Scheduling Conference Statement and Berry's initial disclosure and Fleming Co's. SCS	1.20 200.00/hr	240.00
10/16/03 Review disclosures of W. Berry and 7.1 statement of home expenses; Review Order Granting Motion to Set Aside and Hawaii Transfer SCS	0.80 200.00/hr	160.00
10/17/03 Place telephone call to L. Smith; Place telephone call to Court re: Motion to Set Aside default; Review discovery requests; Review email from T. Hogan	0.80 200.00/hr	160.00
10/20/03 Review Hawaiian Express' Partial Joinder in Dillons Motion to Transfer/Dismiss; Place telephone call to L. Smith re: Status	0.30 200.00/hr	60.00

G. Craig Birchette, Esq.

Page 3

	<u>Hrs/Rate</u>	<u>Amount</u>
10/21/03 Place telephone call to A. Lopez; Review emails from T. Hogan re: Stipulation/Motion to Continue Hearing; Place telephone call to B. Christiansen re: Status	0.80 175.00/hr	140.00
10/22/03 Review Defendant Foodland's disclosure statement; Place telephone call to L. Smith re: Meeting with clients; Review pleadings filed in Delaware case; Place telephone call to T. Hogan re: Motion	0.80 200.00/hr	160.00
10/23/03 Review T. Hogan letter and motion for extension of time; Place telephone call to L. Smith re: Status; Exchange emails re: Berry's Motion to Continue Hearing	0.70 200.00/hr	140.00
10/24/03 Place telephone call to T. Hogan re: Position on counts of Motion to Dismiss or transfer	0.20 200.00/hr	40.00
10/25/03 Review Motion to Continue; Review Scheduling Order	0.30 200.00/hr	60.00
10/28/03 Review Order re: Plaintiff's Motion for Continuance; Place telephone call to L. Smith; Place telephone call to D. Cappazola; Work on Affidavit; Review Order; Place telephone call to L. Smith	0.70 200.00/hr	140.00
10/29/03 Review correspondence and documents re: Discovery	0.40 200.00/hr	80.00
10/30/03 Review Fleming disclosures; Review emails re: discovery scheduling; Review 30(b) (6) designations; Review documents	0.70 200.00/hr	140.00

G. Craig Birchette, Esq.

Page 4

	<u>Hrs/Rate</u>	<u>Amount</u>
10/31/03 Meeting with L. Smith re: Strategy/discovery; Review documents	1.50 200.00/hr	300.00
 SUBTOTAL:	 [13.80	 2,740.00]
 <u>SMT</u>		
10/10/03 Draft Initial discovery disclosure	1.50 125.00/hr	187.50
10/13/03 Draft Scheduling Conference Statement	2.00 125.00/hr	250.00
 SUBTOTAL:	 [3.50	 437.50]
 For professional services rendered	 17.30	 \$3,177.50
 Additional charges:		
 <u>LHO</u>		
9/30/03 Xerox		9.60
10/1/03 Postage		3.04
Xerox		2.80
10/3/03 Postage		0.74
Xerox		0.80
Fax		2.00
10/10/03 Postage		2.96
Xerox		8.20

G. Craig Birchette, Esq.

Page 5

	<u>Amount</u>
10/10/03 Fax	6.00
10/13/03 Xerox	24.20
Fax	11.00
10/14/03 Postage	0.83
10/15/03 Xerox	3.00
Fax	2.00
10/27/03 Postage	1.20
Xerox	8.80
 SUBTOTAL:	 [87.17]
 Total costs	 \$87.17
Service tax	\$132.37
 Total amount of this bill	 \$3,397.04
Previous balance	\$2,142.44
 Balance due	 \$5,539.48

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

December 5, 2003

Invoice # 11332

Professional services

	<u>Hrs/Rate</u>	<u>Amount</u>
KM		
11/3/03 Begin drafting of request for production of documents and interrogatories	0.60 75.00/hr	45.00
11/4/03 Continue drafting request for production of documents and interrogatories	2.20 75.00/hr	165.00
11/5/03 Place telephone call to L. Smith; Review Christensen and Dillon's request for production of documents; Meeting with clients	1.00 75.00/hr	75.00
11/17/03 Draft interrogatories and request for production of documents	1.60 75.00/hr	120.00
11/21/03 Place telephone call to M. Dillon re: Deposition preparation; Draft Answers to request for production of documents (M. Dillon); Draft Answers to request for production	2.10 75.00/hr	157.50

G. Craig Birchette, Esq.

Page 2

		<u>Hrs/Rate</u>	<u>Amount</u>
of documents (B. Christensen)			
11/24/03	Draft B. Christensen's response to Plaintiff's request for production of documents	0.50 75.00/hr	37.50
 SUBTOTAL:		 [8.00	 600.00]
 <u>LHO</u>			
11/2/03	Review discovery and pleadings Hawaii Transfer; Review Foodland's discovery requests	0.50 200.00/hr	100.00
11/3/03	Correspondence with T. Hogan, L. Smith and M. Dillon re: Depositions and discovery; Review documents and pleadings	1.20 200.00/hr	240.00
11/4/03	Review discovery requests; Prepare for meeting with client	1.20 200.00/hr	240.00
11/5/03	Review Berry's discovery requests to Foodland; Review discovery requests to M. Dillon and B. Christensen; Meeting with clients re: Discovery requests and status of case; Draft letter to L. Smith re: Discovery	1.80 200.00/hr	360.00
11/14/03	Review defendant P. Schaul's Answer to First Amended Complaint; Review CA Pacific Consolidator's Answer to Plaintiff's First Amended Complaint; Review discovery requests	1.50 200.00/hr	300.00
11/15/03	Review Plaintiffs original Doe Defendant; Review discovery responses; Prepare response to request for production of documents	1.20 200.00/hr	240.00

G. Craig Birchette, Esq.

Page 3

	<u>Hrs/Rate</u>	<u>Amount</u>
11/18/03 Review discovery responses	0.40 200.00/hr	80.00
11/24/03 Review correspondence; Place telephone call to L. Smith re: Status; Place telephone call to D. Cappozola; Review disclosure; Correspondence with T. Hogan	1.00 200.00/hr	200.00
11/28/03 Review correspondence; Place telephone call to L. Smith; Followup with D. Cappazola; Place telephone call to T. Noa; Review file and prepare for status conference	1.20 200.00/hr	240.00
11/30/03 Review file; Prepare for Hearing	1.00 200.00/hr	200.00
SUBTOTAL:	<hr/> [11.00	<hr/> 2,200.00]

RM

11/19/03 Review discovery requests and pleadings; Review correspondence from T. Hogan to Court re: Potential mootness of Motion given bankruptcy Court's ruling	0.30 125.00/hr	37.50
11/24/03 Review correspondence and pleadings files; Review bankruptcy motion for injunctive relief; Review notes from meeting with L. Smith; Review motions filed in previous lawsuit filed by Berry; Draft and revise Answer to First Amended Complaint on behalf of Dillon and Christensen; Draft Answer to First Amended Complaint for T. Noa; Review discovery requests	4.20 125.00/hr	525.00

G. Craig Birchette, Esq.

Page 4

	<u>Hrs/Rate</u>	<u>Amount</u>
11/25/03 Draft Motion to Transfer, dismiss on behalf of T. Noa; Draft Answer on behalf of T. Noa; Draft initial disclosures; Draft Dillon's response to request for production of documents; Place telephone call to B. Christensen re: Filing motion re: Tax returns, representing T. Noa, and responsive documents; Draft correspondence to L. Smith and D. Cappozola re: Draft Answers	4.20 125.00/hr	525.00
11/28/03 Review Plaintiff's request for documents; Draft response to request for production of documents	0.30 125.00/hr	37.50
<hr/>		
SUBTOTAL:	[9.00	1,125.00]
<hr/>		
<u>SMT</u>		
11/21/03 Draft response to request for production of documents	0.40 125.00/hr	50.00
<hr/>		
SUBTOTAL:	[0.40	50.00]
<hr/>		
For professional services rendered	28.40	\$3,975.00
<hr/>		
Additional charges:		
<u>LHO</u>		
11/4/03 Xerox		7.40
11/5/03 Xerox		11.60
11/25/03 Xerox		24.20

G. Craig Birchette, Esq.

Page 5

	<u>Amount</u>
11/25/03 Postage	3.32
Xerox	8.80
Fax	36.00
 SUBTOTAL:	 [91.32]
 Total costs	 \$91.32
Service tax	\$165.60
Total amount of this bill	\$4,231.92
Previous balance	\$5,539.48
 Balance due	 \$9,771.40

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

January 13, 2004

Invoice # 11348

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>DM</u>			
12/9/03	Assemble key pleadings and documents binder	5.80 75.00/hr	435.00
	Assemble key pleadings and documents binder	0.10 75.00/hr	7.50
12/10/03	Assemble key pleadings and documents binder	0.10 75.00/hr	7.50
<u>SUBTOTAL:</u>		<u>6.00</u>	<u>450.00]</u>
<u>LHO</u>			
12/1/03	Review J. Graham's Answer to Complaint; Appear at Status Conference before Magistrate Kobayashi	0.80 200.00/hr	160.00

G. Craig Birchette, Esq.

Page 2

		<u>Hrs/Rate</u>	<u>Amount</u>
12/2/03	Review Fleming's Motion to Appoint Special Master; Place telephone call to T. Noa; Followup re: Discovery; Review Foodland's Response to Discovery	0.80 200.00/hr	160.00
12/3/03	Place telephone call to L. Smith; Place telephone call to D. Cappozola; Place telephone call to T. Noa; Place telephone call to T. Hogan re: Discovery	1.40 200.00/hr	280.00
12/4/03	Place telephone call to D. Cappozola; Place telephone call to L. Smith; Exchange emails with T. Hogan re: Discovery; Review and finalize substantive joinder for Special Master	2.50 200.00/hr	500.00
12/5/03	Review Plaintiff's request for default against Foodland, Ltd; Review Plaintiff's Answer to discovery by Foodland; Review documents; Begin preparation for depositions; Correspondence with T. Noa re: Deposition; Place telephone call to L. Smith re: Status; Prepare for discovery requests	2.20 200.00/hr	440.00
12/8/03	Review correspondence from T. Hogan re: Bankruptcy Court filing; Draft letter to clients; Review Answer to discovery; Review pleadings from prior case at L. Smith's office; Prepare for deposition of M. Dillon; Prepare for deposition of T. Noa	4.00 200.00/hr	800.00

G. Craig Birchette, Esq.

Page 3

		<u>Hrs/Rate</u>	<u>Amount</u>
12/9/03	Review files; Prepare for deposition of M. Dillon; Correspondence with client and L. Smith re: Discovery; Email D. Cappazola re: Defense and indemnity	1.00 200.00/hr	200.00
12/10/03	Review deposition transcript of M. Dillon; Meeting with M. Dillon to prepare for deposition	4.00 200.00/hr	800.00
12/12/03	Review HEX's response to request for production of documents; Place telephone call to S. Cho; Review documents in preparation for turn over of production to Plaintiff; Prepare for deposition	1.70 200.00/hr	340.00
12/13/03	Review documents and produce pursuant to discovery request	1.50 200.00/hr	300.00
12/15/03	Review documents and prepare to produce; Research re: Proprietary information; A/C privilege; Meeting with L. Smith re: Discovery; Prepare for deposition of M. Dillon	5.00 200.00/hr	1,000.00
12/16/03	Place telephone call to L. Smith re: Status; Place telephone call to M. Dillon re: Deposition; Review documents and meeting with M. Dillon re: Preparation for deposition; Prepare for and defend M. Dillon in deposition; Review documents for production	6.50 200.00/hr	1,300.00
12/17/03	Review Cohen's Motion to Strike; Place telephone call to T. Non re: Depositions; Place telephone call to D. Cappazolla re: Dillon	2.50 200.00/hr	500.00

G. Craig Birchette, Esq.

Page 4

	<u>Hrs/Rate</u>	<u>Amount</u>
deposition; Place telephone call to M. Dillon re: Document production; Review and finalize document production for Dillon		
12/18/03 Place telephone call to D. Cappazolla re: Status; Place telephone call to M. Dillon re: Document production; Review spreadsheets/queries; Exchange emails with T. Hogan re: Document production; Review production of documents; Prepare for depositions; Review documents	2.20 200.00/hr	440.00
12/19/03 Place telephone call to B. Christensen re: Document production; Reveiw and finalize document production; Research and review Reply Memo re: Special Master	2.50 200.00/hr	500.00
12/22/03 Prepare for deposition	0.80 200.00/hr	160.00
12/23/03 Attend and defend deposition of M. Dillon at T. Hogan's office	7.00 200.00/hr	1,400.00
12/24/03 Review Foodland's Answer to Complaint; Followup with T. Hogan re: Discovery; Review correspondence; Email T. Noa	0.80 200.00/hr	160.00
12/30/03 Attend Motion for Appointment of Special Master and status conference before Magistrate Kobayashi	1.00 125.00/hr	125.00
SUBTOTAL:	[48.20	9,565.00]

G. Craig Birchette, Esq.

Page 5

	<u>Hrs/Rate</u>	<u>Amount</u>
<u>RM</u>		
12/1/03 Finish drafting response to request for production of documents on behalf of Christensen; Calendar deadlines re: Answer, withdrawal of motions to transfer, opposition to motions	0.80 125.00/hr	100.00
12/3/03 Review Fleming's Motion for Appointment of discovery master; Research issue of appointment of Special Master for Discovery purposes; Draft substantive joinder to Motion for Appointmnet of Special Master and Affidavit in support; Review Bankruptcy filings in Delaware and past Motion for Summary Judgment filed in initial copyright action for background facts and info; Conference call with L. Smith re: Indemnification, deposition of Noa, filing joinder to Special Master motion; Prepare exhibits to joinder in support of Discovery Master; Shepardize cases cited in substantive joinder to motion to appoint discovery master	7.50 125.00/hr	937.50
Review Fleming's Motion for Appointment of discovery master	0.40 125.00/hr	50.00
Research issue of Appointment of Special Master for discovery purposes	2.20 125.00/hr	275.00
Draft Substantive joinder to Motion for Appointment of Special Master and Affidavit in support	3.40 125.00/hr	425.00

G. Craig Birchette, Esq.

Page 6

	<u>Hrs/Rate</u>	<u>Amount</u>
12/3/03 Review Bankruptcy filings in Delaware and past Motion for Summary Judgment filed in initial copyright action for background facts and information	0.70 125.00/hr	87.50
Conference call with L. Smith re: Indemnification, deposition of Noa, filing joinder to Special Master motion	0.30 125.00/hr	37.50
Prepare exhibits to joinder in support of discovery master	0.30 125.00/hr	37.50
Shepardize cases cited in substantive joinder to motion to appoint discovery master	0.20 125.00/hr	25.00
12/4/03 Revise and finalize joinder to Motion to Appoint discovery Master; Prepare joinder for filing and service on parties	2.40 125.00/hr	300.00
Review First Amended Complaint and draft Interrogatories and request for production of documents to Berry	2.20 125.00/hr	275.00
Reveiw Summary Judgment motions, oppositions, replies filed in Berry v. Fleming and bankruptcy documents in preparation for deposition of Dillon	1.20 125.00/hr	150.00
12/5/03 Review correspondence from L. Smith that can review documents from first copyright case; Create key pleadings binder; Finish drafting request for production of documents to Berry; Review Fleming/C&S response to third set of interrogatories from Berry	2.90 125.00/hr	362.50

G. Craig Birchette, Esq.

Page 7

	<u>Hrs/Rate</u>	<u>Amount</u>
12/8/03 Finish drafting request for production of documents to Berry; Review documents, depositions, declarations, trial testimony from first copyright case at L. Smith's offices for background/history and in preparation for depositions of clients; Review notice of withdrawal of C&S's Motion to Transfer; Draft notice of withdrawal of Dillon, Christensen and Noa's Motion to Transfer; Place telephone call to S. Dunn re: Photocopying trial transcript, deposition transcript and other key documents for our files; Key pleadings binder; Draft index of files at L. Smith's for future reference; Review index of pleadings in first copyright action	3.30 125.00/hr	412.50
12/9/03 Finalize discovery requests for service on parties; Draft COS re: discovery requests; Review correspondence from T. Hogan re: Will seek damages of \$150K against clients for willful infringement; Review email exchange from T. Hogan re: Rule 11 motion and withdrawal of Motions to transfer, dismiss	0.70 125.00/hr	87.50
12/10/03 Review deposition of client; Meet with M. Dillon to prepare him for deposition next week; Meet with L. Smith to discuss further issues re: Replacement database, use of spreadsheets, documents to produce to Berry; Begin summary of previous deposition of M. Dillon	4.10 125.00/hr	512.50

G. Craig Birchette, Esq.

Page 8

		<u>Hrs/Rate</u>	<u>Amount</u>
12/11/03	Review correspondence from T. Hogan re: Producing documents before deposition of Dillon; Reivew correspondence from D. Cappazola re: Application for ordinary course professional; Review Trial testimony from First copyright action	0.70 125.00/hr	87.50
12/12/03	Prepare files for trial transcripts, trial exhibits and other key documents in first copyright case; Summarize deposition of M. Dillon; Place telephone call to M. Dillon re: Documents; Deposition preparation of M. Dillon; Review Plaintiff's opposition to joinder to Motion for Discovery master and opposition to Motion for Discovery master; Draft shell for reply in support of joinder; Review trial testimony of client in preparation for deposition	3.10 125.00/hr	387.50
12/13/03	Meet with clients re: documents to produce in response to Berry's request for production of documents; Review client's documents	2.00 125.00/hr	250.00
12/15/03	Review documents for privilege, flagged those documents believe should not be produced; Place telephone call to J. Keane re: Do not have exhibits used in deposition of M. Dillon, need to obtain from Court reporter; Place telephone call to L. Smith re: Will review documents produced by M. Dillon	1.50 125.00/hr	187.50

G. Craig Birchette, Esq.

Page 9

	<u>Hrs/Rate</u>	<u>Amount</u>
12/16/03 Prepare documents from client for production to Plaintiff; Meet with M. Dillon in preparation for deposition; Revise Dillon's response to Plaintiff's request for production of documents to reflect documents producing; Review CD produced by M. Dillon; Index documents produced; Review Plaintiff's opposition to substantive joinder	2.40 125.00/hr	300.00
12/17/03 Finalize Dillon's response to request for production of documents for service; Review Berry's opposition to C & S' Motion for Special discovery master; Research issue of appointment of discovery master; Continue summary of Dillon's deposition	3.30 125.00/hr	412.50
12/18/03 Review correspondence from client re: Spreadsheets; Conference call to M. Dillon re: Spreadsheet saved on CD; Draft Dillon's first supplemental response to Berry's request for production of documents; Draft COS re: Same; Continue summary of Dillons' deposition in first copyright case; Draft affidavit of disinterestedness for bankruptcy matter; Review correspondence to D. Capozzola re: Projected budget for fees and costs thru summary judgment; Draft letter to D. Wymore re: Affidavit of disinterestedness; Revise request for production of documents response on behalf of Christensen; Revise Answer on behalf of clients	4.10 125.00/hr	512.50

G. Craig Birchette, Esq.

Page 10

	<u>Hrs/Rate</u>	<u>Amount</u>
12/19/03 Place telephone call to B. Christensen to confirm has no documents responsive to Berry's request; Finalize Answer on behalf of clients for filing; Draft COS re: Christensen's request for production of documents response; Review and revise reply in support of substantive joinder to motion for discovery master; Summarize deposition of M. Dillon from 3/25/03	3.30 125.00/hr	412.50
12/22/03 Review correspondence from T. Hogan re: Documents produced by Dillon; Finish summary of Dillon deposition taken in 3/03; Draft logs for request for production of documents, interrogatories, admissions and oral depositions taken and to be taken in case; Review trial transcript of T. Noa; Review deposition of W. Berry; Begin deposition of W. Berry	4.60 125.00/hr	575.00
12/23/03 Debrief L. Hosoda re: Documents produced by Dillon, Hogan's request for further documentation; Review Noa's testimony at trial	1.30 125.00/hr	162.50
SUBTOTAL:	<hr/> [58.90	<hr/> 7,362.50]
For professional services rendered	113.10	\$17,377.50
Additional charges:		
<u>LHO</u>		

G. Craig Birchette, Esq.

Page 11

	<u>Amount</u>
12/3/03 Postage	3.09
Xerox	13.80
12/4/03 Postage	11.10
Xerox	107.80
12/8/03 Postage	5.40
Xerox	18.00
12/9/03 Postage	12.25
Xerox	93.00
12/15/03 Xerox	20.80
12/16/03 Xerox	77.60
12/17/03 Postage	4.38
Xerox	48.80
12/18/03 Xerox	40.60
Fax	3.00
Postage	3.32
Xerox	4.00
12/19/03 Postage	4.93
Xerox	43.40
12/22/03 Postage	3.32
Xerox	32.40

G. Craig Birchette, Esq.

Page 12

	<u>Amount</u>
12/23/03 Xerox	44.80
 SUBTOTAL:	 [595.79]
<hr/> <u>RM</u> <hr/>	
12/10/03 Professional services rendered by Accucopy	529.32
 SUBTOTAL:	 [529.32]
 Total costs	 \$1,125.11
Service tax	\$723.95
Total amount of this bill	\$19,226.56
Previous balance	\$9,771.40
 Balance due	 \$28,997.96

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

February 9, 2004

Invoice # 11365

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>LHO</u>			
1/14/04	Email communication with D. Capazzola re: Status and discovery; Place telephone call to M. Dillon and email re: Production of attachments to documents previously produced; Correspondence with T. Hogn; Review interrogatory responses	0.80 200.00/hr	160.00
1/16/04	Followup re: Document production; Emails to T. Hogan; Place telephone calls to M. Dillon re: Document production; Review attachments	1.20 200.00/hr	240.00
1/17/04	Review Plaintiff's request for Entry of Default against C & S acquisition entities	0.50 200.00/hr	100.00
1/21/04	Review Plaintiff's Motion for Leave to file Amended Complaint; Review C & S Motion to Set Aside Default	0.80 200.00/hr	160.00

G. Craig Birchette, Esq.

Page 2

	<u>Hrs/Rate</u>	<u>Amount</u>
1/23/04 Place telephone call to D. Cappozola re: Status	0.20 200.00/hr	40.00
1/24/04 Review Plaintiff's Motion for Relief from Rule 16 scheduling order; Plaintiff's Motion for Leave to file Second Amended Complaint	0.70 200.00/hr	140.00
1/30/04 Review Motions; Strategize re: Filing; Place telephone call to L. Smith re: Status; Review emails to M. Dillon; Review Plaintiff's Opposition to Motion to Set Aside default	0.80 200.00/hr	160.00
SUBTOTAL:	<hr/> [5.00	<hr/> 1,000.00]

RM

1/7/04 Summarize deposition of W. Berry	1.30 125.00/hr	162.50
Pull documents and create key pleadings binder	1.50 125.00/hr	187.50
Research issue of copy right infringement	1.20 125.00/hr	150.00
1/8/04 Summarize W. Berry's deposition	1.50 125.00/hr	187.50
Summarize T. Noa's trial testimony; Review exhibits used in copyright trial	1.10 125.00/hr	137.50
Prepare discovery binder	0.90 125.00/hr	112.50
1/9/04 Review correspondence from T. Hogan request production of attachments to emails	0.10 125.00/hr	12.50

G. Craig Birchette, Esq.

Page 3

		<u>Hrs/Rate</u>	<u>Amount</u>
1/9/04	Review discovery responses from W. Berry and provided copies to clients	0.50 125.00/hr	62.50
	Index documents from KSG	0.20 125.00/hr	25.00
1/20/04	Review correspondence from T. Hogan re: Documents; Review documents produced by Dillon re: Email attachments; Prepare supplemental response to Plaintiff's request for production of documents; Draft transmittal letter to clients re: Second response to Berry's request for production of documents	1.30 125.00/hr	162.50
1/21/04	Review Fleming's Motion to Set Aside Default	0.30 125.00/hr	37.50
	Review Plaintiff's Motion for Relief from Rule 16 order and calendar opposition deadline	0.20 125.00/hr	25.00
	Review Plaintiff's Motion for Leave to file Second Amended Complaint and calendar opposition deadline	0.20 125.00/hr	25.00
1/22/04	Review correspondence re: Berry's Motion for Relief from scheduling order and motion for leave to file second amended complaint	0.10 125.00/hr	12.50
1/23/04	Draft no opposition to Fleming's Motion to Set Aside Default	0.50 125.00/hr	62.50
1/30/04	Review Berry's opposition to Fleming's motion to set aside default; Review Foodland's opposition to Berry's motion for leave to file second amended complaint; Review Foodland's opposition to Berry's motion for relief from Rule 16 scheduling	0.50 125.00/hr	62.50

G. Craig Birchette, Esq.

Page 4

	<u>Hrs/Rate</u>	<u>Amount</u>
order; Review correspondence from L. Smith re: Clarification on documents mentioned during deposition		
 SUBTOTAL:	[11.40	 1,425.00]
 For professional services rendered	 16.40	 \$2,425.00
 Additional charges:		
 <u>LHO</u>		
1/9/04 Postage	4.56	
Xerox	16.80	
1/16/04 Deposition of Mark Dillon, Volume I taken on 12/16/03	481.17	
Deposition of Mark Dillon, Volume II taken on 12/23/03	664.08	
1/20/04 Postage	5.30	
Xerox	43.20	
 SUBTOTAL:		 [1,215.11]
 Total costs	 \$1,215.11	
Service tax	\$101.03	
Total amount of this bill	\$3,741.14	
Previous balance	\$28,997.96	

G. Craig Birchette, Esq.

Page 5

	<u>Amount</u>
Balance due	<u>\$32,739.10</u>

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

March 9, 2004

Invoice #11408

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>LHO</u>			
2/1/04	Review Hawaii Transt. Co's Memo re: Motion for Leave to File Second Amended Complaint and No Position on Motion to Set Aside Default; Review HEX's statements of No Position; Review C & S's Oppositoon to Plaintiff's Motion for Leave to Amend	1.00 200.00/hr	200.00
2/2/04	Review Memos re: Opposition to Motion for Leave to Set Aside default	0.80 200.00/hr	160.00
	Review memos re: Opposition to Motion for leave and to set aside default	0.80 200.00/hr	160.00
2/5/04	Review documents; Place telephone call to L. Smith; Prepare for conference	0.80 200.00/hr	160.00

G. Craig Birchette, Esq.

Page 2

	<u>Hrs/Rate</u>	<u>Amount</u>
2/6/04 Discovery conference Judge Kobayashi	1.00 200.00/hr	200.00
2/8/04 Review C & S/Fleming's Answer to Amended Complaint; Review Plaintiff's Reply to C & S/Fleming's opposition to Motion for Leave to Amend	0.40 200.00/hr	80.00
2/9/04 Review settlement offer from Berry; Draft response letter to Berry; Place telephone call to L. Smith re: Status; Draft and correspondence with D. Capozzola and G. Shaw; Email to clients re: Settlement offer	1.20 200.00/hr	240.00
2/11/04 Review Minute Order/Am. scheduling order; Place telephone call to T. Hogan re: Status; Review proposed Settlement letter from T. Hogan; Forward Settlement proposal to clients; Place telephone call to L. Smith re: Status; Prepare for Settlement Conference	1.60 200.00/hr	320.00
Review Plaintiff's responses to discovery requests	0.50 200.00/hr	100.00
2/13/04 Review Court's inclination re: Motion for Leave to Amend; Correspond with clients re: Settlement Conference; Review letter from T. Hogan; Review Indemnity proposed by clients; Research re: Indemnity	1.50 200.00/hr	300.00
2/16/04 Review documents and files; Prepare for Hearing on Motions and Settlement conference	1.50 200.00/hr	300.00

G. Craig Birchette, Esq.

Page 3

	<u>Hrs/Rate</u>	<u>Amount</u>
2/17/04 Attend Settlement Conference with Judge Kobayashi	2.50 200.00/hr	500.00
2/18/04 Summarizse Hearings results and SC results to clients; Correspond wiht T. Hogan re: Settlement; Review documents; Correspond with L. Smith re: Status; Review proposed indemnification; Place telephone call to Court	1.50 200.00/hr	300.00
2/19/04 Place telephone call to L. Smith; Email D. Capazzola; Review order; Review memos re: Motion to Strike	0.80 200.00/hr	160.00
2/24/04 Review Plaintiff's Motion to Amend	0.70 200.00/hr	140.00
2/27/04 Review proposed terms of settlement; Review oppositions to Motion to Amend	1.50 200.00/hr	300.00
2/28/04 Review Foodland's Objection to Plaintiff's proposed Second Amended Complaint; Review ES3, LLC's Reply Memo to Motion to Strike	0.80 200.00/hr	160.00
 SUBTOTAL:	 [18.90	 3,780.00]
<hr/> <u>RM</u>		
2/2/04 Review Fleming's Opposition to Berry's Motion for Leave to Amend Complaint; Review Hawaii Express Opposition to Motion for Leave to Amend Complaint	0.20 125.00/hr	25.00
2/4/04 Review and summarize client's deposition taken on 12/16/03	1.10 125.00/hr	137.50

G. Craig Birchette, Esq.

Page 4

	<u>Hrs/Rate</u>	<u>Amount</u>
2/5/04 Place telephone call to L. Smith re: Issues for status conference	0.20 125.00/hr	25.00
Review deposition of M. Dillon taken on 12/16/03	0.50 125.00/hr	62.50
Review latest correspondence and pleadings in preparation for status conference re: Discovery issues	0.40 125.00/hr	50.00
2/6/04 Attend status conference re: Discovery	1.00 125.00/hr	125.00
2/9/04 Review correspondence re: Settlement proposal; Review pleadings and drafted confidential settlement conference statement	3.70 125.00/hr	462.50
2/10/04 Revise confidential settlement conference statement; Email to L. Smith re: Same; Prepare statement for service on court and clients	0.60 125.00/hr	75.00
2/11/04 Review minute order issued by Mag Kobayashi re: Inclination on Plaintiff's Motion for Leave to file Second Amended Complaint	0.20 125.00/hr	25.00
2/17/04 Attend Hearing on Plaintiff's Motion for Leave to File Second Amended Complaint	0.50 125.00/hr	62.50
Attend Settlement Conference	1.00 125.00/hr	125.00
Draft correspondence to clients re: Status of Settlement Conference	0.40 125.00/hr	50.00
Meet with A. Lopez re: Correspondence re: Settlement discussions with Plaintiff	0.10 125.00/hr	12.50

G. Craig Birchette, Esq.

Page 5

	<u>Hrs/Rate</u>	<u>Amount</u>
2/23/04 Review Plaintiff's revised draft of Second Amended Complaint and calendar response deadline	0.20 125.00/hr	25.00
2/24/04 Review correspondence from L. Smith and clients re: Settlement on non-monetary terms	0.20 125.00/hr	25.00
Review First Amended Complaint to see difference between first and proposed Second Amended Complaint	0.50 125.00/hr	62.50
 SUBTOTAL:	 [10.80	 1,350.00]
 For professional services rendered	 29.70	 \$5,130.00
 Additional charges:		
 <u>LHO</u>		
2/9/04 Postage	1.11	
Xerox	3.20	
Fax	7.00	
2/10/04 Postage	2.49	
Xerox	13.20	
2/11/04 Postage	1.80	
Xerox	8.60	
Fax	21.00	
2/17/04 Xerox	0.80	

G. Craig Birchette, Esq.

Page 6

	<u>Amount</u>
2/17/04 Fax	3.00
2/24/04 Postage	11.85
Xerox	116.20
 SUBTOTAL:	 [190.25]
 Total costs	 \$190.25
Service tax	\$213.72
Total amount of this bill	\$5,533.97
Previous balance	\$32,739.10
 Balance due	 \$38,273.07

Lyle S. Hosoda & Associates
 345 Queen St., Ste. 804
 Honolulu HI 96813

Invoice submitted to:
 G. Craig Birchette, Esq.
 Vice President
 Fleming Companies, Inc.
 1945 Lakepointe Drive
 Lewisville TX 75057

April 14, 2004

Invoice # 11430

Professional services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>LHO</u>			
3/1/04	Review oppositions filed; Exchange emails re: Terms of Settlement proposal	0.80 200.00/hr	160.00
3/2/04	Review Flemings opposition to Motion for Leave to file Second Amended Complaint; Review emails from E. Porter, L. Smith and A. Beamer re: Proposed settlement terms; Prepare for Settlement Conference	1.20 200.00/hr	240.00
3/3/04	Review file; Prepare and attend Settlement Conference before Magistrate Kobayashi; Report to clients; Place telephone call to L. Smith re: Status; Place telephone call to D. Cappazola re: Indemnification	2.00 200.00/hr	400.00

G. Craig Birchette, Esq.

Page 2

	<u>Hrs/Rate</u>	<u>Amount</u>
3/4/04 Report to clients re: Status; Review documents; Review proposed indemnification	0.70 200.00/hr	140.00
3/9/04 Review Settlement proposal; Review email re: Software	0.80 200.00/hr	160.00
3/10/04 Review emails from client re: Supposed similarity between Berry database and spreadsheets	0.70 200.00/hr	140.00
3/11/04 Review documents/emails with Hogan re: Second Amended Complaint; Check status of Mediation	0.40 200.00/hr	80.00
3/13/04 Review emails re: Stay of case/Second Amended Complaint; Draft letter to counsel and Court re: Same	0.60 200.00/hr	120.00
3/15/04 Exchange emails with counsel re: Second Amended Complaint and status of filing and serving same; Draft letter and call Court re: Same; Place telephone call to L. Smith re: Status	0.80 200.00/hr	160.00
3/23/04 Followup on status; Review documents and order of Court re: Mediation	0.60 200.00/hr	120.00
3/24/04 Review order; Place telephone call to L. Smith; Status report to clients	0.80 200.00/hr	160.00
3/29/04 Followup with B. Meyers re: Mediation	0.40 200.00/hr	80.00
3/31/04 Place telephone call to B. Meyer; Place telephone call to L. Smith; Review documents and status of case; Review mediation rules and correspondence	0.60 200.00/hr	120.00

G. Craig Birchette, Esq.

Page 3

	<u>Hours</u>	<u>Amount</u>
SUBTOTAL:	[10.40	2,080.00]
<u>RM</u>		
3/1/04 Reveiw objections by L. Smith to proposed second amended complaint; Review correspondence from L. Smith re: Proposed non-monetary settlement terms	0.40 125.00/hr	50.00
3/3/04 Review notes from settlement conference and draft correspondence to client re: Status of settlement, court ordered mediation	0.50 125.00/hr	62.50
3/4/04 Draft correspondence to clients re: Status of Settlement agreement	0.20 125.00/hr	25.00
SUBTOTAL:	[1.10	137.50]
For professional services rendered	11.50	\$2,217.50
Additional charges:		
<u>LHO</u>		
3/12/04 Fax	34.00	
3/15/04 Fax	16.00	
Postage	1.11	
Xerox	1.20	
3/29/04 Xerox	0.80	
Dwyer Schraff Meyer Jossem and Bushnell	500.00	
SUBTOTAL:	[553.11]	

G. Craig Birchette, Esq.

Page 4

	<u>Amount</u>
Total costs	\$553.11
Service tax	\$92.38
Total amount of this bill	<u>\$2,862.99</u>
Previous balance	\$38,273.07
3/21/04 Payment - thank you	(\$3,741.14)
4/4/04 Payment - thank you	(\$34,531.93)
Total payments	<u>(\$38,273.07)</u>
Balance due	<u><u>\$2,862.99</u></u>